

# EXHIBIT C

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**From:** Huber, John W. (Shld-SLC-LT) <John.Huber@gtlaw.com>  
**Sent:** Thursday, August 3, 2023 3:49 PM  
**To:** Moore, Abram <abe.moore@klgates.com>; Moore, Desiree F. <Desiree.Moore@klgates.com>  
**Cc:** Wadley, Daniel (Shld-SLC-LT) <wadleyd@gtlaw.com>  
**Subject:** Action by Board of Directors in Lieu of Special Meeting GT Draft (JH).docx

Hello Abe and Desiree,

Attached, please find a proposed draft regarding the board of directors voting. Essentially, this proposal takes out the factual recitations from your draft and simplifies the descriptions on numbers 3 and 4. Thank you for your consideration.

Sincerely,

**John W. Huber**

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